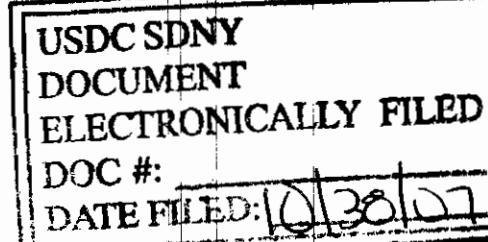


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re) X
 MUSICLAND HOLDING CORP., et al.,)
 Debtors.)
)
 BUENA VISTA HOME)
 ENTERTAINMENT, INC., ET AL.,)
 Plaintiffs,)
)
 - against -)
)
 WACHOVIA BANK, N. A., ET AL.,)
)
 Defendants.)
 ----- X



Case No. 07-08423 (RWS)

Chapter 11

Jointly Administered

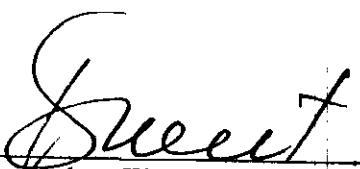
~~PROPOSED ORDER~~
FOR ADMISSION
PRO HAC VICE

The motion for admission to practice *pro hac vice* in the above captioned matter is granted in the United States District Court for the Southern District of New York. The admitted attorney, Michael T. Benz, is permitted to argue or try this particular case in whole or in part as counsel or advocate to Defendant Harris N.A.

An attorney admitted to practice *pro hac vice* is required to pay a \$25.00 attorney admission fee and present this Order to the intake deputy clerk in the Clerk's Office. This Order confirms your appearance as counsel in this case, and it will be entered on the Court's docket. A notation of your admission *pro hac vice* for the above listed case will be made on the roll of attorneys.

The attorney admitted *pro hac vice* must serve a copy of this Order on all other counsel in this case.

Dated:



Hon. Robert W. Sweet, U.S.D.J.

10.30.07